

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	
)	Chapter 11
)	
JOANN INC., <i>et al.</i> , ¹)	Case No. 25-10068 (CTG)
)	
Debtors.)	(Jointly Administered)
)	

**DEBTORS' WITNESS AND EXHIBIT LIST FOR HEARING SCHEDULED
FOR FEBRUARY 14, 2025 AT 9:30 A.M. (PREVAILING EASTERN TIME)**

The above-captioned debtors and debtors in possession (collectively, the “Debtors”) file their Witness and Exhibit List for the hearing to be held on February 14, 2025 at 9:30 a.m. (prevailing Eastern Time) (the “Hearing”) as follows:

WITNESSES

The Debtors may call the following witnesses live at the Hearing:

1. Jeff Dwyer, Interim Chief Financial Officer of Joann Inc. and a Managing Director of Alvarez & Marsal North America, LLC (testifying as to the sale process, bidding procedures, and cash collateral budget);
2. Elise S. Frejka, CIPP/USS, Special Counsel to the Debtors (testifying through declaration regarding the Debtors’ privacy policies and data processing);
3. Nicholas Haughey, Senior Director of Alvarez & Marsal North America, LLC (testifying through declaration regarding the store closing motion);
4. Ryan Kielty, Partner at Centerview Partners LLC (testifying as to the sale process and bidding procedures);
5. Rebuttal witnesses as necessary; and
6. The Debtors reserve the right to cross-examine any witness called by any other party.

¹The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: JOANN Inc. (5540); Needle Holdings LLC (3814); Jo-Ann Stores, LLC (0629); Creative Tech Solutions LLC (6734); Creativebug, LLC (3208); WeaveUp, Inc. (5633); JAS Aviation, LLC (9570); joann.com, LLC (1594); JOANN Ditto Holdings Inc. (9652); Dittopatterns LLC (0452); JOANN Holdings 1, LLC (9030); JOANN Holdings 2, LLC (6408); and Jo-Ann Stores Support Center, Inc. (5027). The Debtors’ mailing address is 5555 Darrow Road, Hudson, Ohio 44236.

EXHIBITS

EXHIBIT	DESCRIPTION	DISPOSITION AFTER HEARING
1	Declaration of Elise S. Frejka, CIPP/US, in Support of the Motion of Debtors for Entry of an Order (I) Approving Bidding Procedures, (II) Scheduling Certain Dates and Deadlines With Respect Thereto, (III) Approving the Form and Manner of Notice Thereof, (IV) Approving the Stalking Horse Agreement, (V) Establishing Notice and Procedures for the Assumption and Assignment of Contracts and Leases, (VI) Authorizing the Assumption and Assignment of Assumed Contracts and Leases, (VII) Approving the Sale Of Assets, and (VIII) Granting Related Relief [Docket No. 388]	
2	Declaration of Nicholas Haughey in Support of Debtors' Motion for Entry of an Order (I) Authorizing and Approving the Conduct of Store Closing Sales, with Such Sales to be Free and Clear of All Liens, Claims, and Encumbrances and (II) Granting Related Relief [Docket No. [●]]	
3	Bidding Procedures, Exhibit 1 to the Motion of the Debtors for Entry of an Order (I) Approving Bidding Procedures, (II) Scheduling Certain Dates and Deadlines With Respect Thereto, (III) Approving the Form and Manner of Notice Thereof, (IV) Approving the Stalking Horse Agreement, (V) Establishing Notice and Procedures for the Assumption and Assignment of Contracts and Leases, (VI) Authorizing the Assumption and Assignment of Assumed Contracts and Leases, (VII) Approving the Sale of Assets, and (VIII) Granting Related Relief [Docket No. 17]	
4	Agency Agreement, Exhibit 2 to the Motion of the Debtors for Entry of an Order (I) Approving Bidding Procedures, (II) Scheduling Certain Dates and Deadlines With Respect Thereto, (III) Approving the Form and Manner of Notice Thereof, (IV) Approving the Stalking Horse Agreement, (V) Establishing Notice and Procedures for the Assumption and Assignment of Contracts and Leases, (VI) Authorizing the Assumption and Assignment of Assumed Contracts and Leases, (VII) Approving the Sale of Assets, and (VIII) Granting Related Relief [Docket No. 17]	

EXHIBIT	DESCRIPTION	DISPOSITION AFTER HEARING
5	Cash Collateral Budget, Exhibit 4 to the Motion of Debtors for Entry of Interim and Final Orders (I) Authorizing the Debtors to use Cash Collateral, (II) Granting Adequate Protection to Prepetition Secured Creditors, (III) Modifying the Automatic Stay, (IV) Scheduling a Final Hearing, and (V) Granting Related Relief [Docket No. 6]	
6	Any document or pleading filed in the above-captioned cases	
7	Any exhibit necessary for impeachment and/or rebuttal purposes	
8	Any exhibit identified by any other party	

RESERVATION OF RIGHTS

The Debtors reserve the right to call or to introduce one or more, or none, of the witnesses and exhibits listed above, and further reserve the right to supplement this list prior to the Hearing.

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Dated: February 12, 2025
Wilmington, Delaware

/s/ Patrick J. Reilley

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